

ULTIMATE

MARVEL®

TEAM-UP

ISSUE
10

THE
MAN-THING

SPIDER-MAN® &



JOE BERG
'04

SCIENTIST TED SALLIS IS FORCED TO INJECT HIMSELF WITH AN UNTESTED SERUM THAT ENEMY AGENTS WERE TRYING TO STEAL FROM HIM. THIS UNTESTED SERUM TRANSFORMS SALLIS INTO A MINDLESS, SHAMBLING CREATURE MADE OF SWAMP AND SEWER MATTER, POSSESSED WITH AN UNEXPLAINABLE EMPATHIC POWER THAT CAUSES HIM TO BE ATTRACTED TO THE FEAR OF OTHERS. THE CREATURE NOW KNOWN AS THE MAN-THING PROWLs THE SEWERS AND WATERWAYS OF AMERICA, A DANGER TO THOSE HE COMES IN CONTACT WITH ... FOR WHATEVER KNOWS FEAR BURNS AT THE TOUCH ... OF THE

MAN-THING

ACCIDENTALLY BITTEN BY A GENETICALLY ALTERED SPIDER, TEENAGER PETER PARKER NOW FINDS HE HAS THE PROPORTIONATE ABILITIES OF A SPIDER.

STRENGTH, AGILITY, A SPIDER LIKE SIXTH SENSE WARNING HIM OF PERSONAL DANGER, AND MOST AMAZING OF ALL—PETER CAN WALK ON WALLS

AS THE AMAZING

SPIDER-MAN

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I--I--I--
have three
kids and--and--
and we live on a
fixed income
that--

Tell it
to Oprah,
dig?



Booyaah!



Hand
me the crow-
bar. It's waaay
past time to
skedaddle.



Yo, man, this
is the part of
the plan that I
may not be
so into.

Are you kidding
me? This is genius.
This is old school.

This is the
way they used
to do it back in
the day. Like in
the twenties.

Yeah, but back in
the day there weren't
all kinds of things
down there.



What
are you,
five years
old?

No.

I think you
are, I think you're
a five-year-old girl
with pigtails.



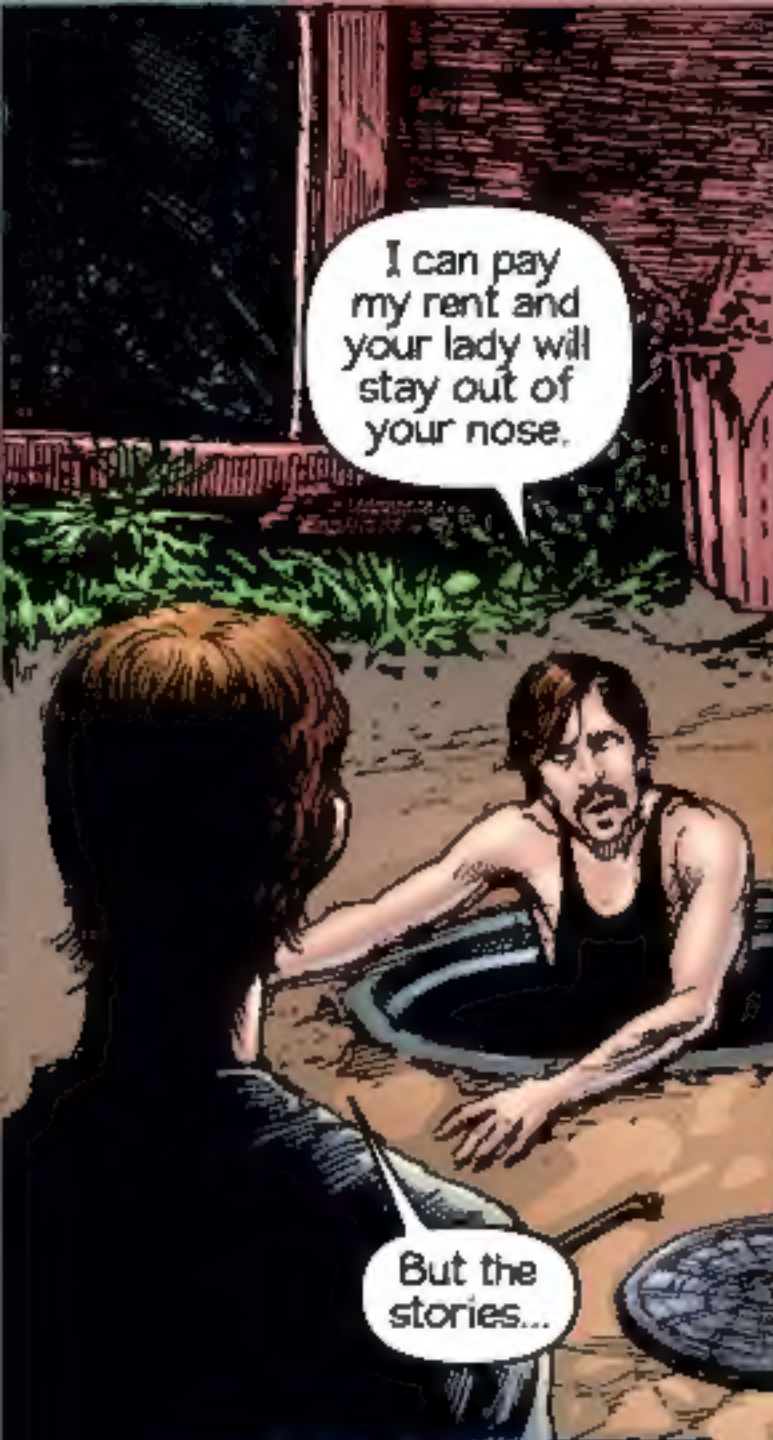
Come on, man,
let's just take
the subway.

Yeah, no
one ever got
pinched down
there.

Come on.
There's nothing
down here.

We go through
for a couple of blocks,
pop up the other side,
shake down another
stupid broad...

...and we call
it a week.



I can pay my rent and your lady will stay out of your nose.

But the stories...



Dude, there ain't no monster alligators living down here.

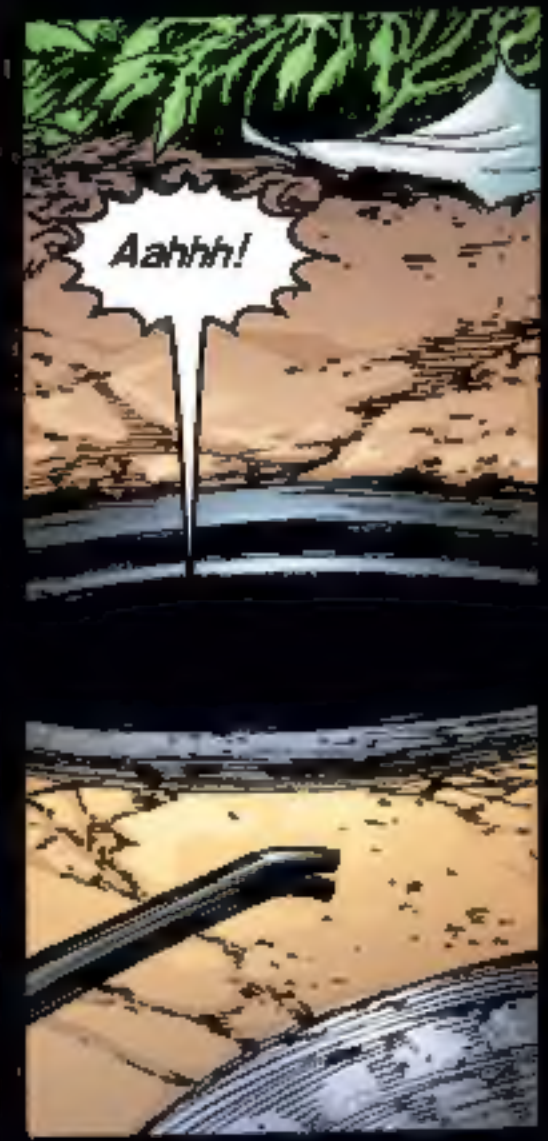
That's an urban myth. Is that what they call them? Yeah--an urban myth.



No. Not alligators. I mean the--

What are you--

Nggkk...



Aahhh!



Freddy??

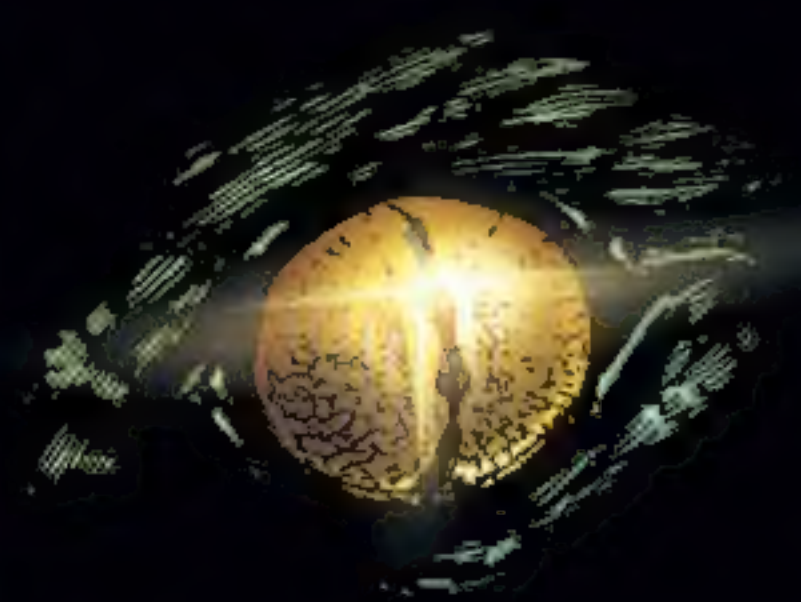


Gmkk!

SPLOOSH



Freddy??



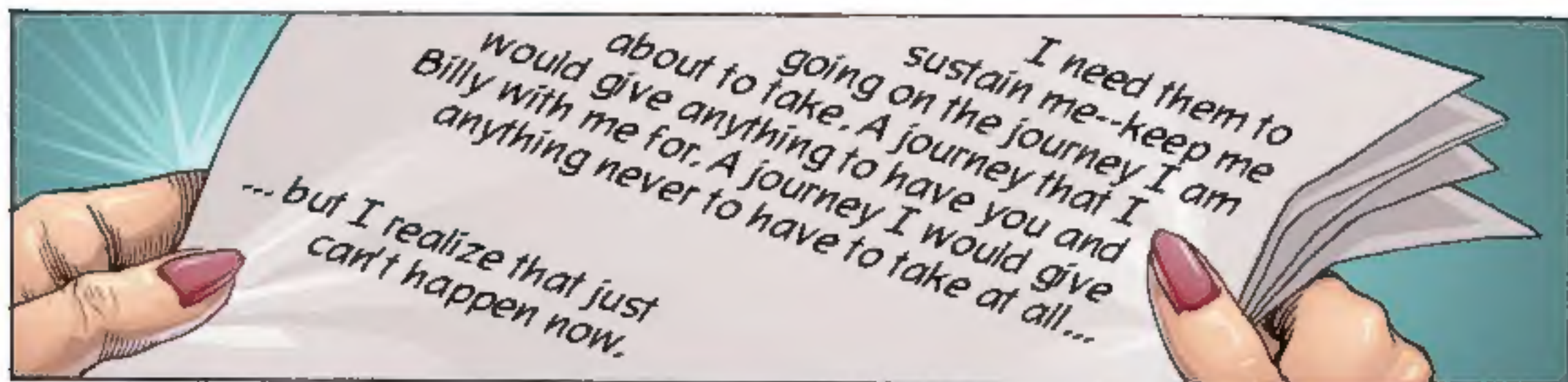
Dear Marsha,
I love you
and I'm sorry.

I hope you will believe me when I say that I'm sorry I destroyed the life I promised you.

I am sorry that I have let you down as both a husband and a father.

I know it is impossible to ask, but I hope one day you will forgive me and only remember the good times. And there were many, weren't there?

Thank God for that, because now I will need them. I will have to hold onto them for dear life.

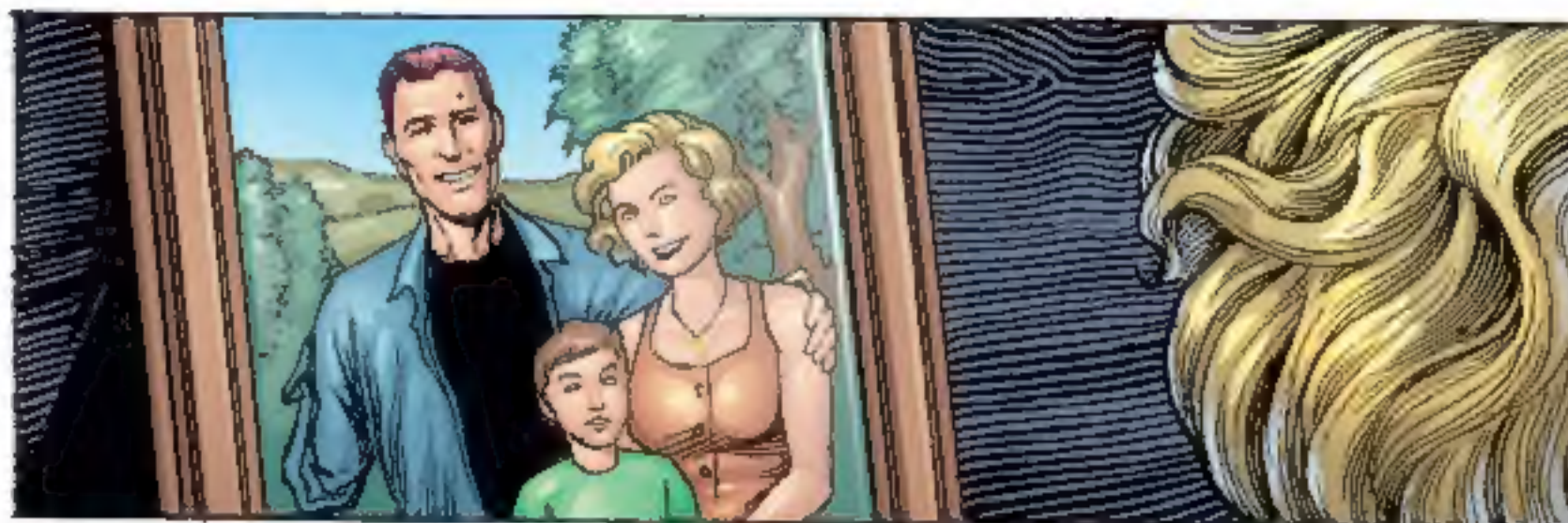


I've been thinking a lot about why our marriage worked and there's a lot of reasons--



--I know that.

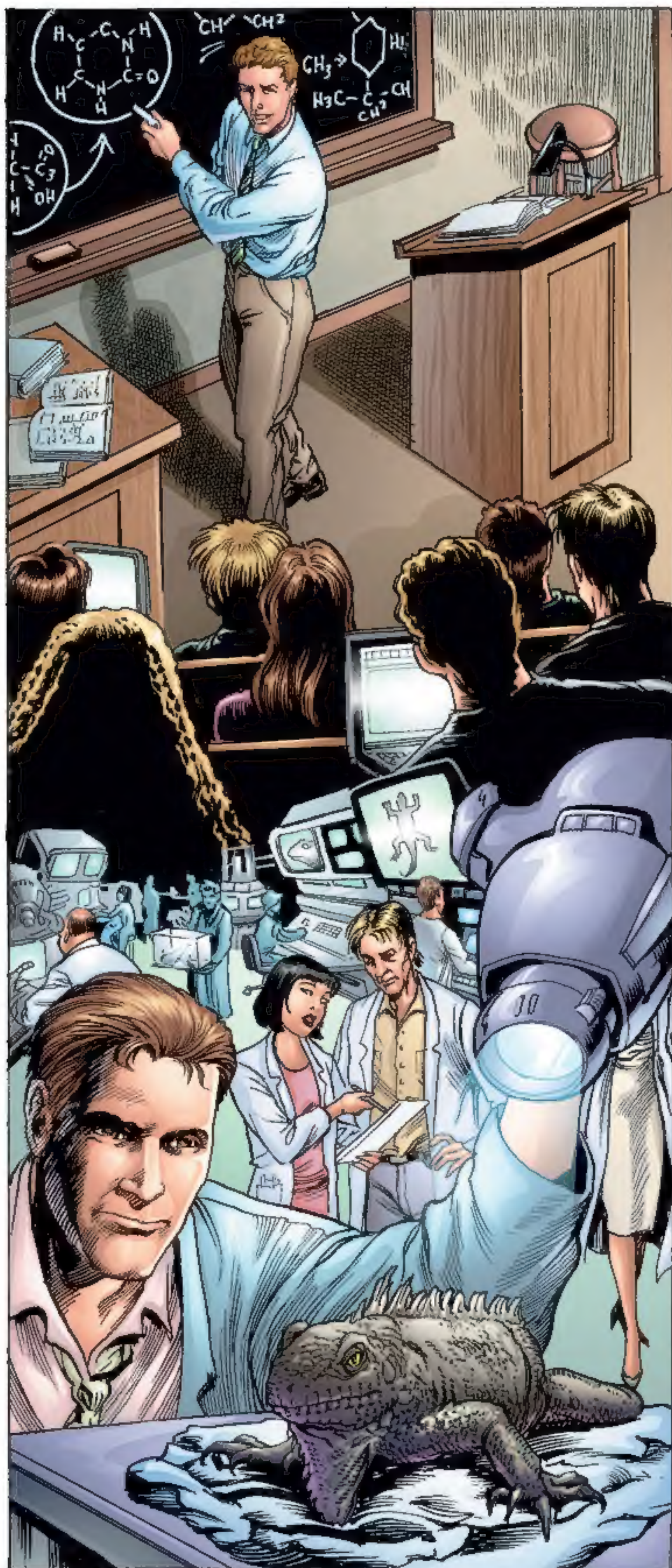
But I think the one that completely filled me--completely touched me every day--was the fact that you were so proud of me.



I never told you that.

I really should have.





Just how proud you were of me and my work.

Knowing you felt that way filled my day with such an extra sense of accomplishment.

I loved to teach.

I know you know that but --I guess the idea that I can't do it anymore makes me realize it all over again.

I'm going to miss that moment. The one where you can see in their eyes that they 'get' what you are saying. When it clicks.

That they aren't just learning because they have a test and a grade to worry about, but understanding something that you said because they wanted to.

And then there's the experiments. Or I should say -- 'The Experiment'.

You said to me: 'So many people would just take whatever life has to offer them. That most people lose a limb and that would be that. But that I found a way to use it as a springboard for scientific idea and reason.'

And I would look away and pretend not to hear you say it, but I did. I just didn't know how to take the compliment.

I love you for understanding me, and I love you for never asking me to be home when I was at the lab.

Or making me choose between you and the experiments, knowing that my work was part of why you loved me.

I think of all the terrible marriages we know of.

All of our friends who just imprison themselves in these meaningless and selfish battles of will that they disguise as commitment.

And how I had 'us' and how badly I squandered it.

I wonder how differently everything would have turned out if the university would have seen the experiments the way you did.

If they would have believed in me -- the way you did. Unconditionally.



Curtis, you look well.

Things are going well. Guys, you remember Dean Moore.

Look at this-- I'm telling you-- we will be at Phase 6 by spring. Phase 6! Ha! Can you believe it?

Yes, well, that's what I am here to talk to you about.



What?

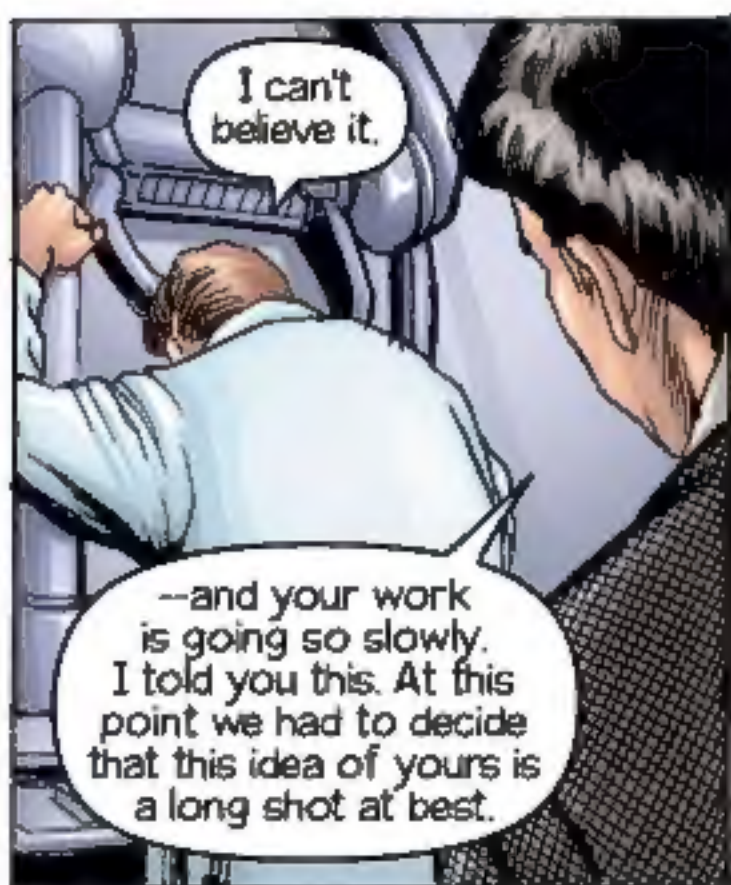


Your funding is being cut.



All of it?

Curt, what do you expect? Higher learning is a business, Curt, and, listen, business is bad. Attendance is way down. Scholarship money is harder and harder to--



I can't believe it.

--and your work is going so slowly. I told you this. At this point we had to decide that this idea of yours is a long shot at best.



How can you say that?



Curt... come on..



How can you say that? Reptilian DNA hosts any number of-- listen-- a lizard. A lizard can release its tail from its body-- break it off--when grabbed by a predator.

The lizard runs for shelter leaving a squirming tail to confuse or distract the predator.

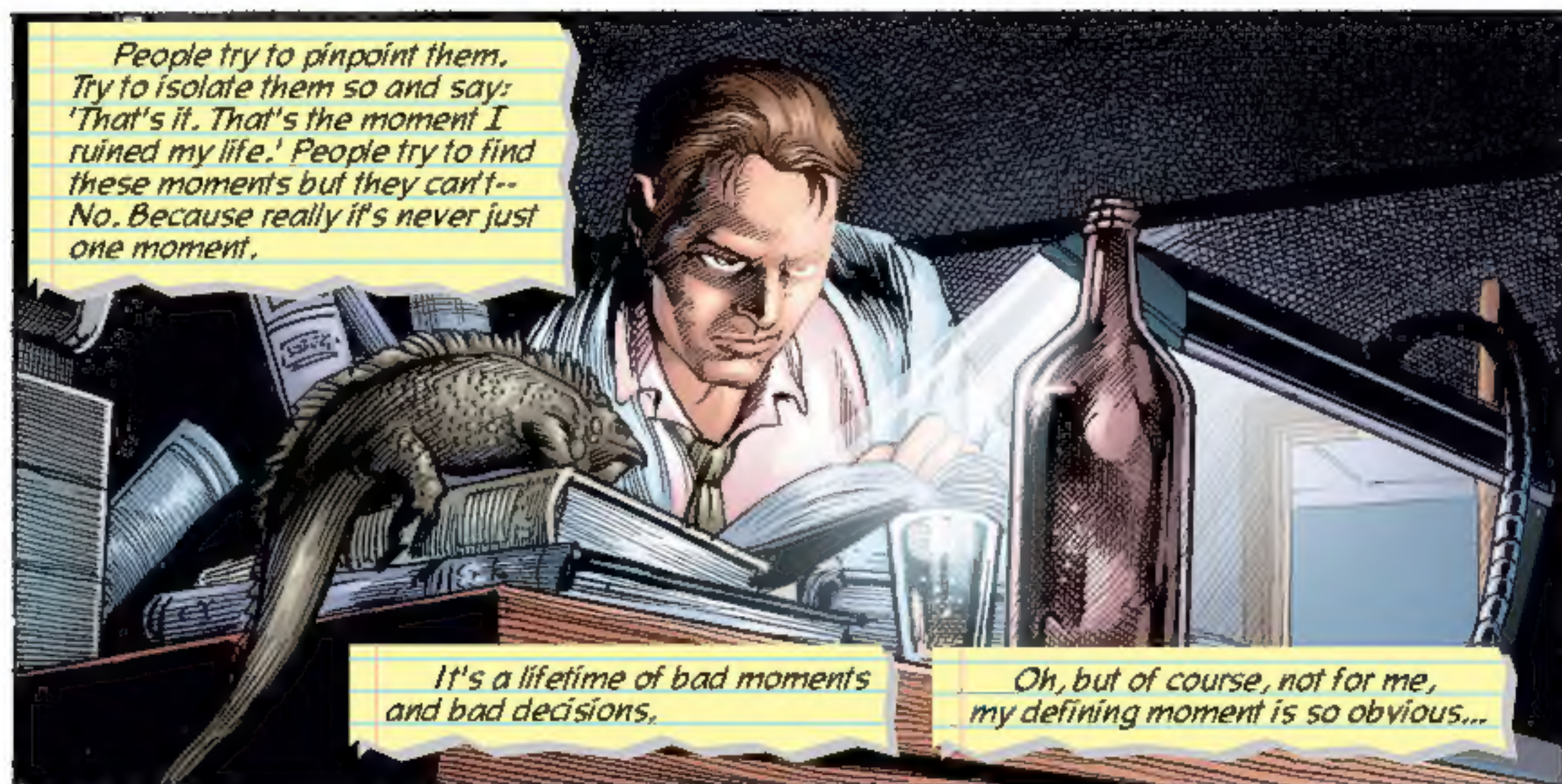
I know...

And--and-- and a new tail will eventually grow back!

I kn--

It may take three or four months to grow the replacement. But it does. They can grow back entire body parts from nothing.





The--the others left. They wouldn't have anything to do with him in the state he was in.



But--I stayed, and I stayed because I thought he would calm down after awhile. Like get a hold of himself.

But-- but he didn't.

He kept muttering about people always taking things away from him. I mean, this was a big issue for him, I guess. People taking things from him. Kinda makes sense when you think about it...his arm.

And then what happened?



Before I could even stop him-- before I could do anything, he injected himself with his new measurements of the serum.



He injected himself. I couldn't believe it.

I yelled at him. I -- it was everything opposite of what he had taught us was protocol for these kind of experiments.

But he apologized to me and he started to try to explain himself. He seemed, like, instantly sobered up. Clear. His eyes wide open. Wider than I have ever seen them the two years I've known him.

But then he--he twitched. Kind of like a spasm. And it surprised us both.

And then we--we both realized that his arm--his missing arm--started to--it was starting to form. It was forming right in his sleeve. Growing in.

It--It--It was shocking.

As we both looked at this-- this biological miracle that was forming right in front of us...he started to breathe really heavily. Really loudly.

But then-- then all of a sudden Dr. Connors keels over. Onto the floor. He screams and falls to the floor holding his arm. He was screaming.

The pain-- he yelled that the pain was driving him insane. He started making these noises. These noises like-- like an animal. G-guttural noises.

And what did you see next?

The doctor, he--he turned around to face me. His face whipped around. Looking right at me.

That's when I fainted. I-- I-- I-- was woken up by police.

Have you heard reports of the sewer monster?

Yes, but...

Do you think that could be Dr. Connors?

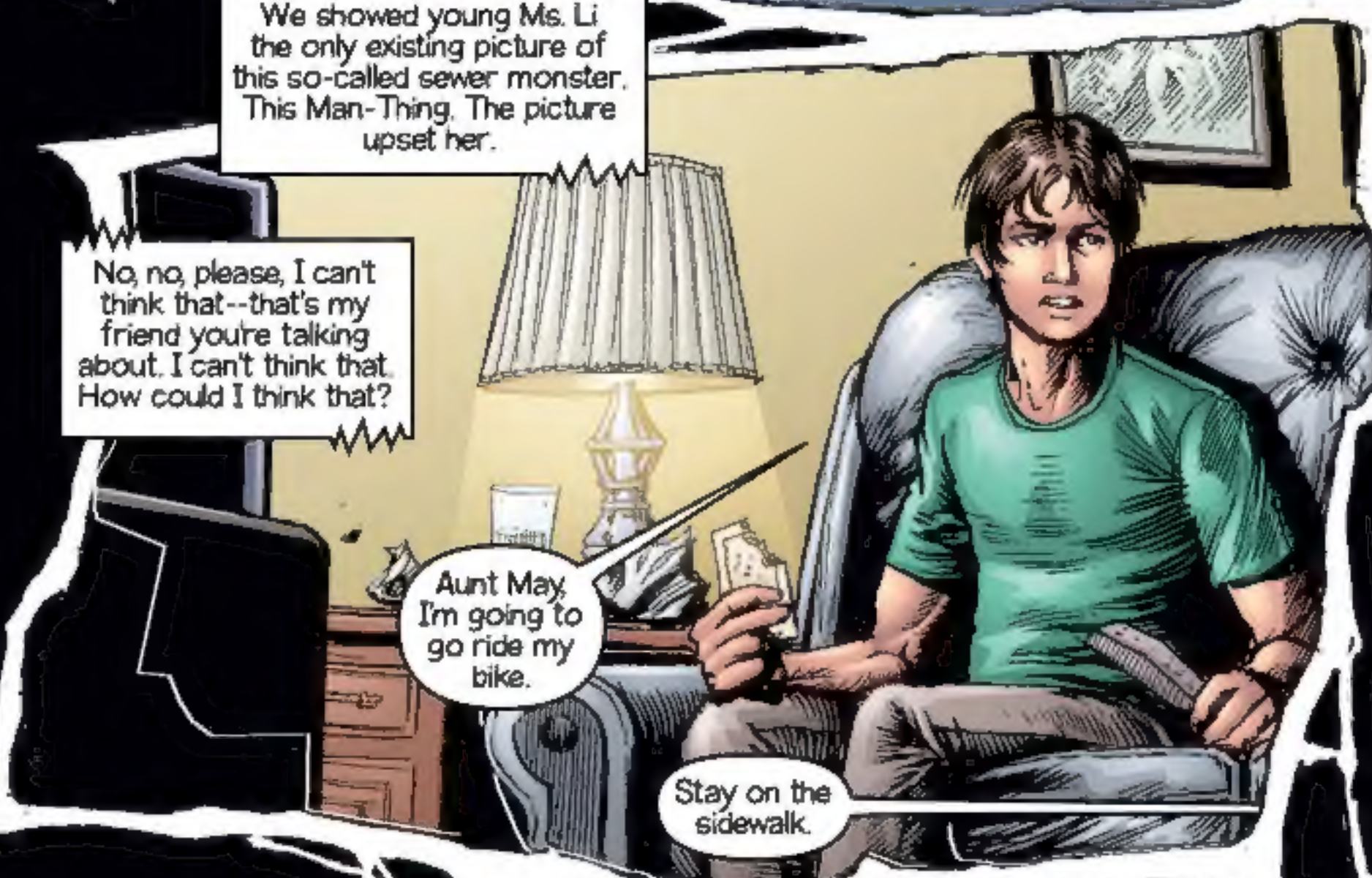
I don't-- how would I know?

We showed young Ms. Li the only existing picture of this so-called sewer monster. This Man-Thing. The picture upset her.

No, no, please, I can't think that--that's my friend you're talking about. I can't think that. How could I think that?

Aunt May, I'm going to go ride my bike.

Stay on the sidewalk.



Dear Mary Jane,

See? You go away for one weekend with your folks and I am already bursting to tell you stuff.

I can't believe I almost didn't tell you about my secret. About being Spider-Man. But I am sooooo glad I did.

I had a run-in this weekend with something I just don't understand... yet again. I've only been putting on my silly costume for a little while and already I seem to run into something I don't understand on a biweekly basis.

So many things in this city that I don't even believe exist. I can't believe how crazy this world is getting.

I'm going to have to start reminding myself to take quiet moments like this and just kind of soak it in. Try to get a little perspective. A little introspective. (Five dollar word, thank you very much.)

But I'm getting ahead of myself... again.

I swear to God I was just going to sit home and watch TV until my brain melted. I was actually looking forward to it.

But on TV--they had this report about this doctor, this professor. And after watching this report I realized that--

--well, what happened to him-- it could have happened to me.

I mean--when I got bit
by the spider that gave
me my powers--who knows
what could of happened.

Think about it,
a little less spider
venom...

...a little
more...

...or if that spider bit a little closer
to a vein, or on my face instead of my
hand, and who knows...

...I could have really
turned into a--an
actual spider-man.

I know it sounds silly,
but I kind of identified
with this guy.

Mary,
mother of

I could have
grown six arms
and shot silly
string out my
butt.

I felt kind of
compelled to look
into this thing. To
see if maybe I could
do something.

duh-duh--
don't.

Wait a second,
this isn't the Virgin
megastore

My
bad!



So about the same time as this Doctor Connors disappeared under these mysterious and vaguely reptilian circumstances...

...these sightings and rumors of some kind of half man-half creature living in the sewers started.

On TV they said that this one mugger supposedly got gobbled up by him. Supposedly. People are starting to -- and by people I mean the media--and I know firsthand what a big load of gooey garbanzo beans the media is -- but they are starting to say that whatever happened to the doctor and this creature might be connected.

That maybe he turned into some horrible disfigured lizard thing and he's pulling people down into the sewer and doing God knows what.

Mental note: next time bring a flashlight.

Maybe I should make a belt for myself, fill it full of tools or something.

Jh.
hello

Nah, that'd be lame in a big way.

And you know--a few weeks ago I would have slapped my knee and called you silly if you would have told me some bogusness like that--

--but after what happened to me--after what happened at our school. Well...



GYAAGGHH!!

oof!!

SPLASH

SSHH'TTHH'SS...

Jeez...

Doc--
Doctor Connors?
Are you Doctor
Connors? I I I came
here to talk to
you.

I just--oh man--
I just want to talk
to you before

KRRKKPSSS...
FFFFFOOLISH...

Oh man.



Spack

Ugh!

Gah!

Splooosh!


NYRRRRR...

Hey, hey, come on! J-just settle down for a second.

HYAAGGH!

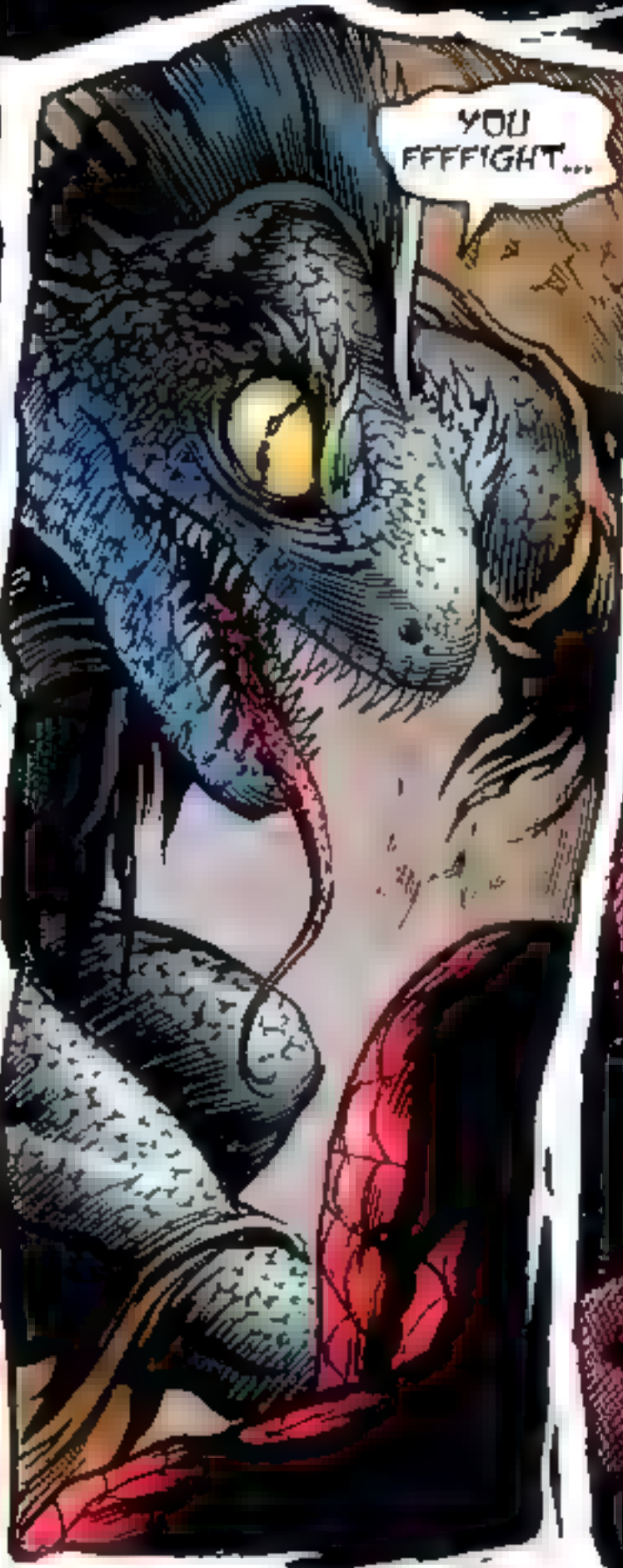
HRRRR!

Aaggh!

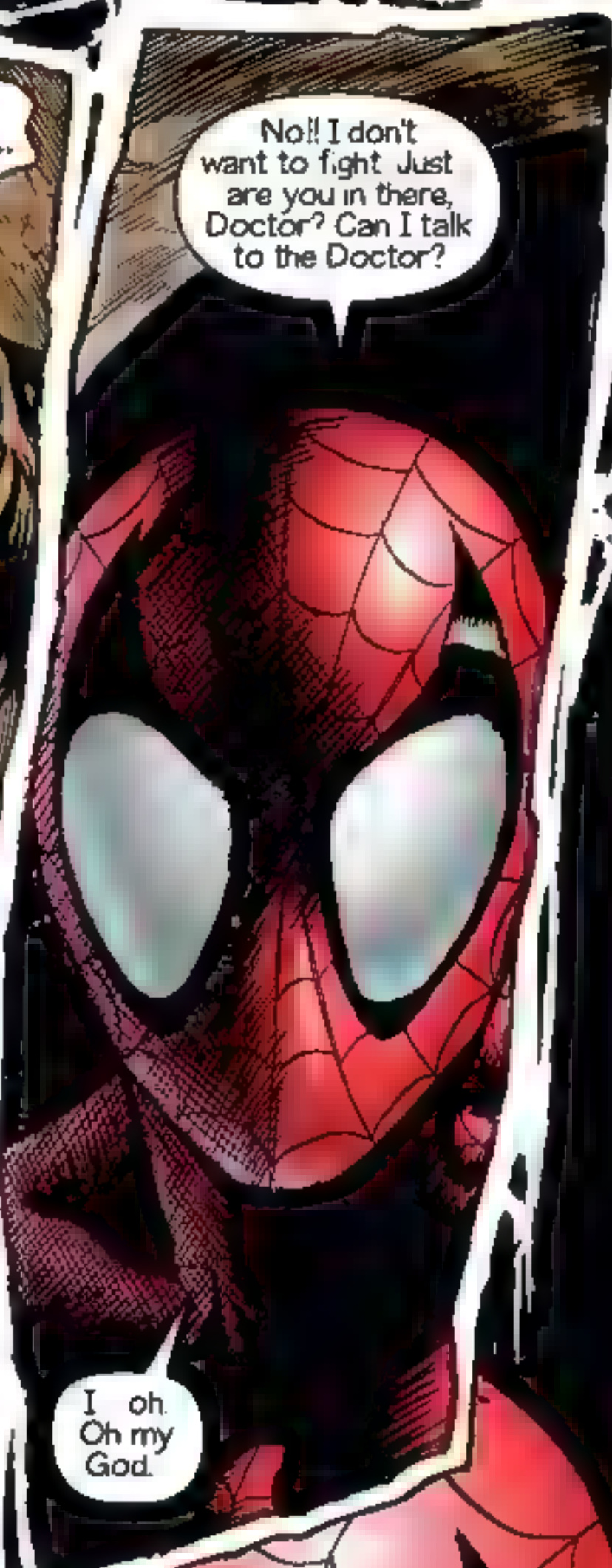


Pl-please
Please, Doctor, I only
want to help you.

I want to
help you. I--I--
don't want to
fight.



YOU
FFFFIGHT...



No!! I don't
want to fight. Just
are you in there,
Doctor? Can I talk
to the Doctor?

I oh.
Oh my
God.



HHSSTTUHH?!



A comic book page featuring Spider-Man and a large, multi-eyed monster. The monster is green with a textured, almost fibrous skin and has several pairs of red eyes. It is shown in various poses: roaring, looking at Spider-Man, and with its mouth open showing sharp teeth and a long tongue. Spider-Man is seen in his red and blue suit, crouching on a rock and looking up at the monster. The background is dark with some web-like patterns.

GHYAAARRGHH!

HARRGGHH?

Oh
my

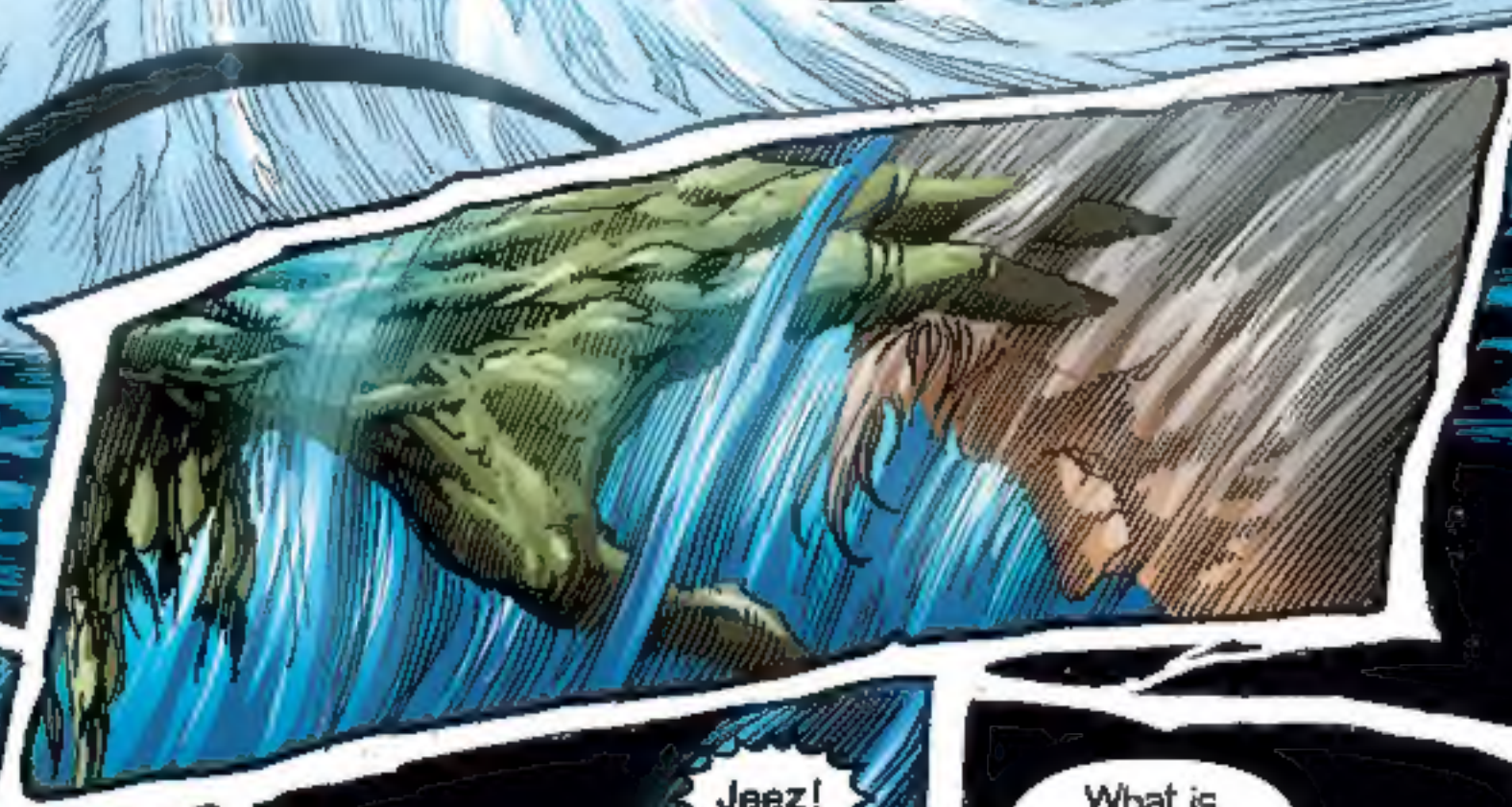
AAAAHHHHH!!!
NAAAAHHH!!!!



AAAAHHH!!
WAAHHH!!



AAAGGGGGGAHHHH!!!



Jeez!



What is this? Wh-what is this? What's going on?



All the way to the hospital the poor guy—he kept asking me what happened—what was going on.

I didn't have a freakin' clue.

I was in just as much shock as he was—so I just didn't answer.

What was I going to say?

I—
I—I—



So, yeah, I dropped him off in the emergency room, and was, of course, chased off by security...again.

I never heard about him on the news or anything.

Never heard there was a tearful reunion with his family.

I hope there was.

I went back to the sewer 3 times over the last day and a half. Just to try to make sense of it all. Try to figure out what I saw.

Uh--hello.

Because I really, really, really don't know what to make of it.

But I did think about it. What is connected? All the accidents? All these science-related accidents that keep changing people like myself or Doctor Connors or whatever that thing was in the sewer?

Are they all connected?

But, really, how could they be?

I never told you this, but not so long ago this guy, who quite frankly was wackier than Bjork with a case of sunstroke, told me that all these crazy things, all this stuff is somehow connected.

I kind of blew it off. Mostly because I'm not sure what he meant. And mostly because this guy was whack.

I mean, what were the odds of what happened to me with the spider? You were there. How could that have been connected to something else? It was a total fluke.

How could that be connected to the Hulk or Iron Man? Even typing it sounds stupid. The guy was nuts. There's...

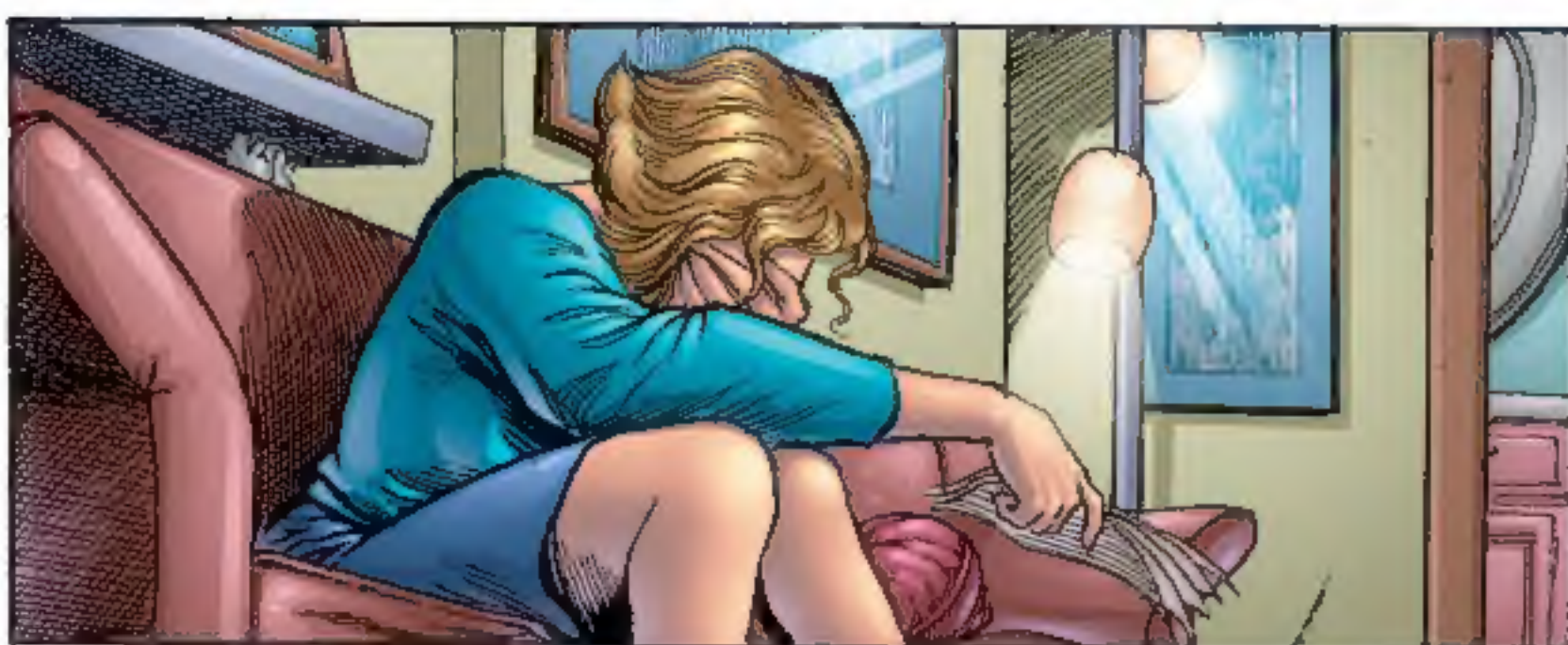
...eh I'll tell her when I see her.

*Martha -- I love you.
I will always love you.*

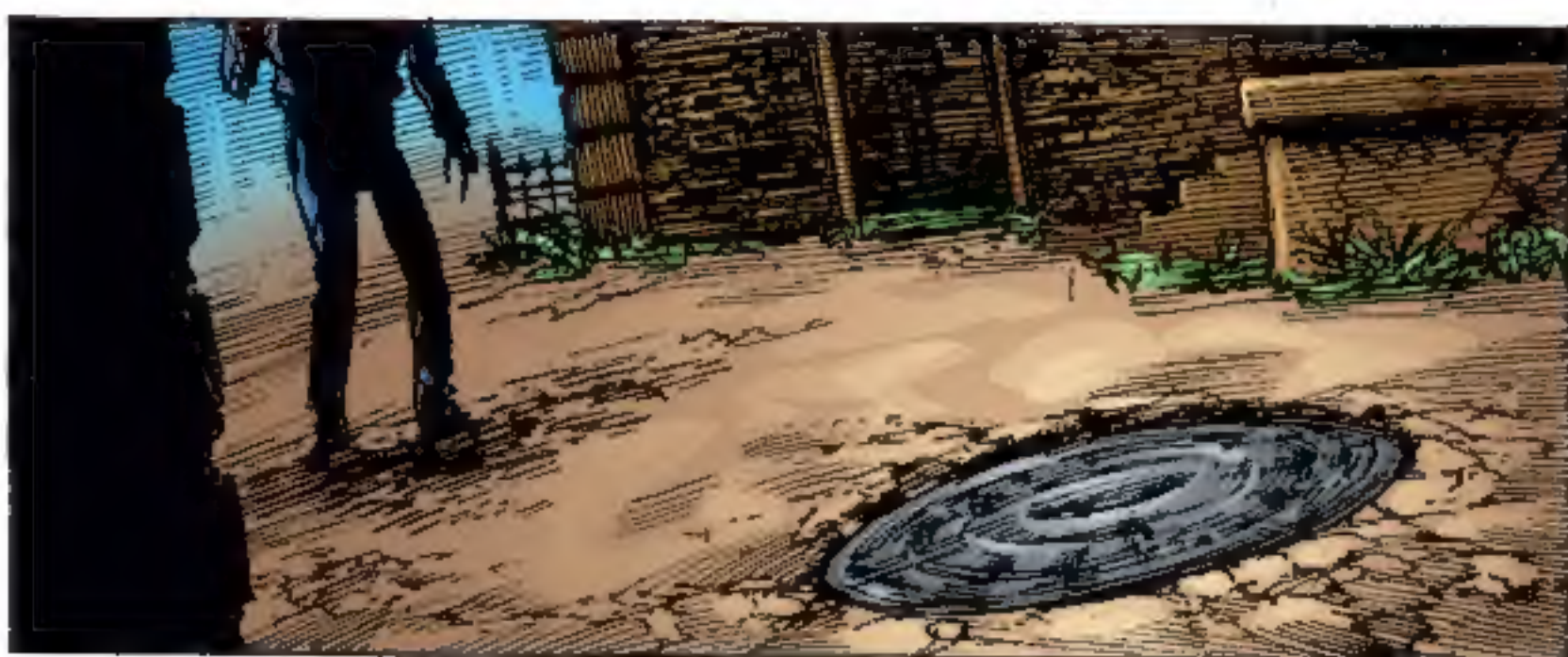


*But I can't ask you
to wait for me. I know
that.*

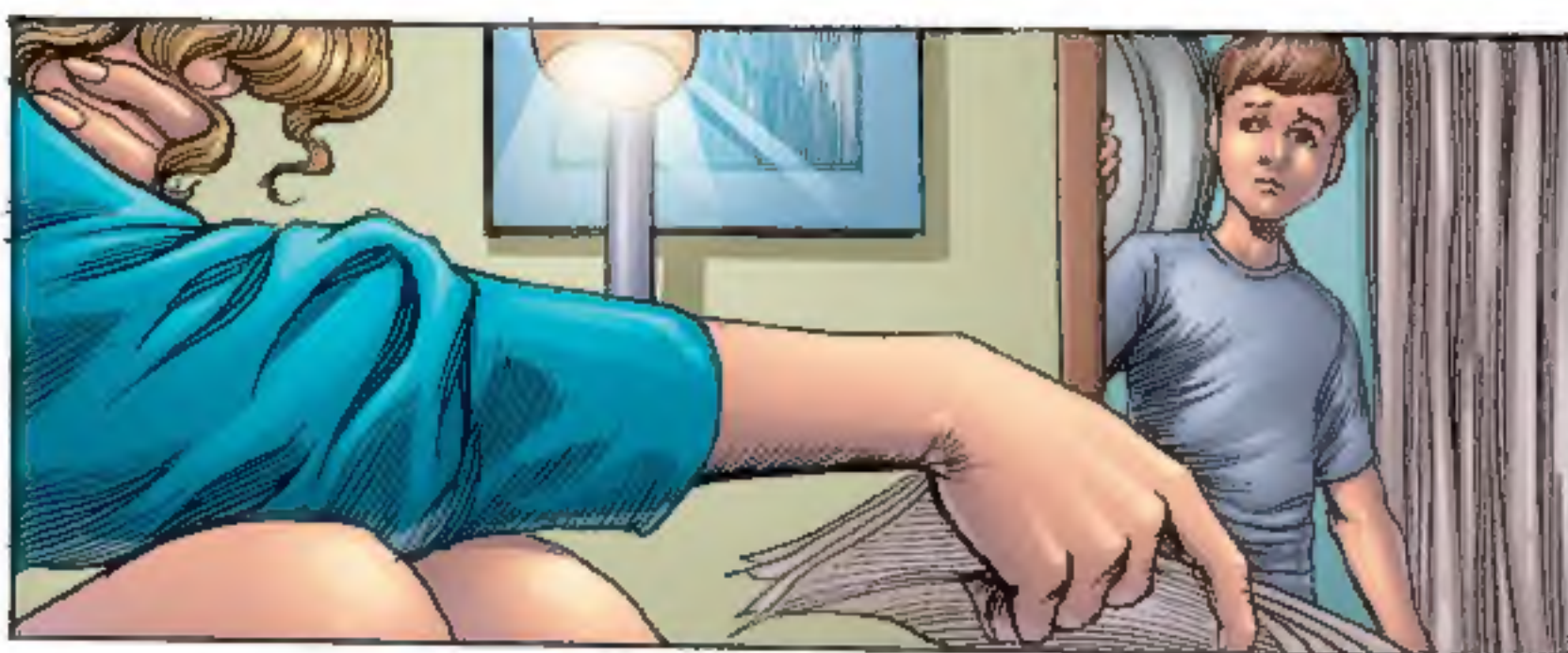
*But I can ask you
not to hate me. You are
my one true friend in
this world.*



*I made a promise to
you -- and I can't keep
it. But neither can I come
home to you like this. If
there's even a chance I
will turn again -- I can't
come home.*



*I would never be so
selfish. I will come back
to you when I have
redeemed myself and
when I am a whole man
again.*



*I hope you will still
have me.*

--Curt

